



ZF STEERING GEAR (INDIA) LTD.

Regd. Office & Works :

Gat No. 1242/44, Village Vadu Bk., Tal. Shirur, Dist. Pune-412 216 (India)

Tel : 02137-305100. Fax : 02137-305302

Web : www.zfindia.com. Email Id : enquiry@zfindia.com

Corporate Identity Number (CIN) : L29130PN1981PLC023734



Date: September 29, 2016

The Secretary
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 001.

Company's Scrip Code: 505163

Dear Sir,

Sub- Disclosure under Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015

The 36th Annual General Meeting (AGM) of the Members (the Meeting) of the Company was held on Wednesday, September 28, 2016 at 3.00 p.m.at the Registered office of the Company situated at Gat Nos. 1242/44, Village Vadu Budruk, Tal. Shirur, Dist. Pune – 412 216.

In accordance with the Article 67 of the Articles of Association of the Company, Mr. Dinesh Munot, Chairman of the Board of Directors, took the Chair.

The Chairman welcomed the members and made the following announcements –

- i. As the requisite quorum was present, he called the Meeting to order.





ZF STEERING GEAR (INDIA) LTD.

Regd. Office & Works :

Gat No. 1242/44, Village Vadu BK., Tal. Shirur, Dist. Pune-412 216 (India)

Tel. : 02137-305100, Fax : 02137-305302

Web : www.zfindia.com, Email Id : enquiry@zfindia.com

Corporate Identity Number (CIN) : L29130PN1981PLC023734



- ii. He introduced the Directors present on the dais and confirmed the presence of Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, Chairman of the Stakeholder' Relationship Committee, Authorized Representative of Statutory Auditors and the Secretarial Auditor at the Meeting.
- iii. Register of Directors and Key Managerial Personnel maintained under Section 170 of the Companies Act, 2013 (the Act) and Register of Contracts or Arrangement maintained under Section 189 of the Act were open for inspection.
- iv. The Auditors' Report and the Secretarial Audit Report, both being unqualified/ unmodified, were not required to be read at the Meeting.
- v. The e-voting facility was kept open for a period of three days from Sunday, September 25, 2016 (9.00 a.m.) to Tuesday, September 27, 2016 (5.00 p.m.).
- vi. Mr. I. U. Thakur, Practicing Company Secretary was appointed as Scrutinizer in connection with the remote e-voting process as well as the Poll at the Meeting.

The Chairman thereafter read out his speech.

Thereafter, the Chairman explained briefly the background/ objectives of the proposed Nine Resolutions in the AGM Notice.

Before conducting the poll, the Chairman invited the members present in person to ask questions and offer comments/ suggestions, if any, in respect of the Annual Report or in respect of functioning of the Company.

The Chairman replied to the queries and explained in detail the information sought by the Members.

Thereafter, the following businesses were transacted at the Meeting.





ZF STEERING GEAR (INDIA) LTD.

Regd. Office & Works :

Gat No. 1242/44, Village Vadu BK., Tal. Shirur, Dist. Pune-412 216 (India)
Tel. : 02137-305100, Fax : 02137-305302
Web : www.zfindia.com, Email Id : enquiry@zfindia.com
Corporate Identity Number (CIN) : L29130PN1981PLC023734



Sr. No.	Particulars	Type of Resolution
Ordinary Resolution		
1	Adoption of (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016, together with the Report of the Auditors thereon.	Ordinary
2	Confirmation of the payment of Interim Dividend of Rs. 12.50 per share for the financial year 2015-16.	Ordinary
3	Appointment of Director in place of Mr. Ludwig Rapp (DIN: 00700693), who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary
4	Appointment of M/s, MGM & Company, Chartered Accountants, as Statutory Auditors.	Ordinary
Special Business		
5	Appointment of Mr. Soumitra Bhattacharya (DIN: 02783243), as a Director of the Company.	Ordinary
6	Appointment of Mr. Utkarsh Munot (DIN: 00049903) as the Chief Executive Officer of the Company.	Ordinary
7	Alteration of Articles of Association by inserting new Article 117A.	Special
8	Re-appointment of Mr. Dinesh Munot (DIN: 00049801) as the Chairman and Managing Director.	Special
9	Consent to mortgage and/ or create Charges on the movable/ immovable properties of the Company	Special





ZF STEERING GEAR (INDIA) LTD.

Regd. Office & Works :

Gat No. 1242/44, Village Vadu BK., Tal. Shirur, Dist. Pune-412 216 (India)
Tel. : 02137-305100, Fax : 02137-305302
Web : www.zfindia.com, Email Id : enquiry@zfindia.com
Corporate Identity Number (CIN) : L29130PN1981PLC023734



The voting on all the above resolutions was conducted through remote e-voting facility pursuant to Section 108 of the Act & Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and also by way of Poll at the Meeting.

The Chairman then informed the Meeting that the combined results of the Remote e-voting and Poll will be announced on receipt of the Scrutinizer's Report and will be placed on the website of the Company and reported to BSE Limited and CDSL.

The Chairman then thanked the members present and declared the meeting as closed. The Meeting concluded at 4.10 p.m.

The requisite quorum was present through out the Meeting.

This is for your information and records.

Thanking you

Yours faithfully,

For **ZF STEERING GEAR (INDIA) LIMITED**


Company Secretary

